

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

In re:

BlockFi Inc., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 22-19361 (MBK)

(Jointly Administered)

**AFFIDAVIT OF SERVICE**

I, Ishrat Khan, depose and say that I am employed by Kroll Restructuring Administration LLC (“***Kroll***”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On January 30, 2023, pursuant to the *Order (I) Approving the Bidding Procedures and Related Dates and Deadlines, (II) Scheduling Hearings and Objection Deadlines With Respect To The Debtors Sale, Disclosure Statement, and Plan Confirmation, and (III) Granting Related Relief* [Docket No. 441], at my direction and under my supervision, employees of Kroll caused the following document to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Notice of Bidding Procedures, Potential Auction, and Sale Hearing, a copy of which is attached hereto as **Exhibit B**

Dated: February 8, 2023

/s/ Ishrat Khan  
Ishrat Khan

State of New York  
County of New York

Subscribed and sworn (or affirmed) to me on February 8, 2023, by Ishrat Khan, proved to me on the bases of satisfactory evidence to be the person who executed this affidavit.

/s/ OLEG BITMAN

Notary Public, State of New York  
No. 01BI6339574  
Qualified in Queens County  
Commission Expires April 4, 2024

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<sup>1</sup> The Debtors in these chapter 11 cases and the last four digits of each Debtor’s federal tax identification number, as applicable, are as follows: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Debtors’ service address is 201 Montgomery Street, Suite 263, Jersey City, NJ 07302.

**Exhibit A**

Exhibit A  
Master Service List  
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Indenture Trustee	Ankura Trust Company, LLC, as Trustee for the Indenture Dated as of February 28, 2022	Attn: James J. McGinley 140 Sherman Street, 4th Floor Fairfield CT 06824	james.mcginley@ankura.com	Email
Counsel to Ge Song	Boyle & Valenti Law, P.C.	Attn: Carrie J. Boyle, Esq. 1940 Route 70 East Suite 4 Cherry Hill NJ 08003	cboyle@b-vlaw.com	Email
Counsel to the Official Committee of Unsecured Creditors	Brown Rudnick LLP	Attn: Robert J. Stark, Esq., Kenneth Aulet, Esq., Bennett S. Silverberg, Esq. 7 Times Square New York NY 10036	rstark@brownrudnick.com kaulet@brownrudnick.com bsilverberg@brownrudnick.com	Email
Counsel to the Official Committee of Unsecured Creditors	Brown Rudnick LLP	Attn: Stephen D. Palley, Esq. 601 Thirteenth Street NW Washington DC 20005	spalley@brownrudnick.com	Email
Counsel to the Debtors	Cole Schotz P.C.	Attn: Felice R. Yudkin, Rebecca W. Hollander, Michael D. Sirota 25 Main Street Hackensack NJ 7601	FYudkin@coleschotz.com RHollander@coleschotz.com MSirota@coleschotz.com	Email
State Attorney General	Commonwealth of Puerto Rico	Attn: Bankruptcy Department Apartado 9020192 San Juan PR 00902-0192		First Class Mail
Environmental Protection Agency - Region 2	Environmental Protection Agency	Attn: Bankruptcy Division 290 Broadway New York NY 10007-1866		First Class Mail
Environmental Protection Agency	Environmental Protection Agency	Attn: General Counsel Office Of General Counsel 2310A 1200 Pennsylvania Ave NW, 2310A Washington DC 20460		First Class Mail
Counsel to John Lymn	Fox Rothschild, LLP	Attn: Mark E. Hall 49 Market Street Morristown NJ 07960	mhall@foxrothschild.com	Email
Counsel to the Official Committee of Unsecured Creditors	Genova Burns LLC	Attn: Daniel M. Stolz, Esq., Donald W. Clarke, Esq., Gregory S. Kinoian, Esq. 110 Allen Road, Suite 304 Basking Ridge NJ 07920	dstolz@genovaburns.com dclarke@genovaburns.com	Email
Interested Party	George J. Gerro, Esq.	Attn: George J. Gerro 530 S. Glenoaks Blvd. Suite 200 Burbank CA 91502	george@gerrolaw.com	Email
Interested Party	George S. Wynns	Attn: George S. Wynns 124 Brewster Street San Francisco CA 94110	georgewynns@gmail.com	Email
Counsel to Ankura Trust Company, LLC as Indenture Trustee	Gibbons P.C.	Attn: Robert K. Malone, Brett S. Theisen, Kyle P. McEvilly One Gateway Center Newark NJ 07102	r Malone@gibbonslaw.com btheisen@gibbonslaw.com kmceville@gibbonslaw.com	Email
Counsel to George J. Gerro and Nancy Fout	Gorski & Knowlton Pc	Attn: Carol L. Knowlton, Allen I. Gorski 311 Whitehorse Avenue Suite A Hamilton NJ 08610	cknowlton@gorskiknowlton.com agorski@gorskiknowlton.com	Email
Co-Counsel to Debtors	Haynes and Boone, LLP	Attn: J. Frasher Murphy, Jordan E. Chavez 2323 Victory Ave Suite 700 Dallas TX 75219	frasher.murphy@haynesboone.com jordan.chavez@haynesboone.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Co-Counsel to Debtors	Haynes and Boone, LLP	Attn: Kenric D. Kattner, Kourtney P. Lyda, Re'Necia Sherald 1221 McKinney Street Suite 4000 Houston TX 77010	kenric.kattner@haynesboone.com kourtney.lyda@haynesboone.com renecia.sherald@haynesboone.com	Email
Co-Counsel to Debtors	Haynes and Boone, LLP	Attn: Richard S. Kanowitz 30 Rockefeller Plaza 26th Floor New York NY 10112	richard.kanowitz@haynesboone.com	Email
Counsel to Ankura Trust Company, LLC as Indenture Trustee	Hogan Lovells US LLP	Attn: Christopher R. Donoho III, Christopher R. Bryant, Robert A. Ripin 390 Madison Ave New York NY 10017	robert.ripin@hoganlovells.com chris.donoho@hoganlovells.com chris.bryant@hoganlovells.com	Email
Counsel to Ankura Trust Company, LLC as Indenture Trustee	Hogan Lovells US LLP	Attn: David P. Simonds, Esq., Edward J. McNeilly, Esq. 1999 Avenue of the Stars, Suite 1400 Los Angeles CA 90067	david.simonds@hoganlovells.com edward.mcneilly@hoganlovells.com	Email
Counsel to Silvergate Bank	Holland & Knight LLP	Attn: Barbra R. Parlin 31 West 52nd Street New York NY 10019	barbra.parlin@hkllaw.com	Email
Internal Revenue Service	Internal Revenue Service	Centralized Insolvency Operation 2970 Market Street Mail Stop 5 Q30 133 Philadelphia PA 19104-5016		First Class Mail
Internal Revenue Service	Internal Revenue Service	Centralized Insolvency Operation P.O. Box 7346 Philadelphia PA 19101-7346		First Class Mail
Counsel to the Debtors	Kirkland & Ellis LLP	Attn: Alexander D. Mccammon 300 North LaSalle Chicago IL 60654	alexander.mccammon@kirkland.com	Email
Counsel to the Debtors	Kirkland & Ellis LLP	Attn: Christine A. Okike, Francis Petrie, Joshua Sussberg 601 Lexington Avenue New York NY 10022	christine.okike@kirkland.com francis.petrie@kirkland.com jsussberg@kirkland.com	Email
Counsel to the Official Committee of Unsecured Creditors	McCarter & English, LLP	Attn: David J. Adler, Joseph R. Scholz Worldwide Plaza 825 Eighth Avenue, 31st Floor New York NY 10019	dadler@mccarter.com jscholz@mccarter.com	Email
Counsel to the Official Committee of Unsecured Creditors	McCarter & English, LLP	Attn: Lisa S. Bonsall Four Gateway Center 100 Mulberry Street Newark NJ 07102	lbonsall@mccarter.com	Email
Counsel to New Jersey Bureau of Securities	Mcelroy, Deutsch, Mulvaney & Carpenter, LLP	Attn: Gaston P. Loomis 300 Delaware Ave Suite 1014 Wilmington DE 19801	gloomis@mdmc-law.com	Email
Counsel to New Jersey Bureau of Securities	Mcelroy, Deutsch, Mulvaney & Carpenter, LLP	Attn: Jeffrey Bernstein 570 Broad Street Newark NJ 07102	jbernstein@mdmc-law.com	Email
Counsel to New Jersey Bureau of Securities	Mcelroy, Deutsch, Mulvaney & Carpenter, LLP	Attn: Nicole Leonard 225 Liberty Street 36th Floor New York NY 10281	nleonard@mdmc-law.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to New Jersey Bureau of Securities	Mcelroy, Deutsch, Mulvaney & Carpenter, LLP	Attn: Virginia T. Shea 1300 Mt. Kemble Avenue PO Box 2075 Morristown NJ 07962-2075	vshea@mdmc-law.com	Email
Counsel to Marex Capital Markets Inc. formerly known as E D & F Man Capital Markets, Inc.	Mintz, Levin, Cohn, Ferris, Glovsky, & Popeo, P.C.	Attn: Kaitlin R. Walsh, Therese M. Doherty, Douglas P. Baumstein 919 Third Avenue New York NY 10022	KRWalsh@mintz.com TDoherty@mintz.com DBaumstein@mintz.com	Email
Counsel to Emergent Fidelity Technologies Ltd	Morgan, Lewis & Bockius LLP	Attn: John C. Goodchild, III, Matthew C. Ziegler 1701 Market Street Philadelphia PA 19103	john.goodchild@morganlewis.com matthew.ziegler@morganlewis.com	Email
Counsel to Emergent Fidelity Technologies Ltd	Morgan, Lewis & Bockius LLP	Attn: Joshua Dorchak, David K. Shim 101 Park Avenue New York NY 10178	joshua.dorchak@morganlewis.com david.shim@morganlewis.com	Email
National Association of Attorneys General	National Association of Attorneys General	Attn: Karen Cordry 1850 M St., NW 12th Floor Washington DC 20036	kcordry@naag.org	Email
Counsel to the State of Texas	Office of The Attorney General of Texas	Attn: Jason B. Binford and Roma N. Desai Bankruptcy & Collections Division P. O. Box 12548 Austin TX 78711-2548	roma.desai@oag.texas.gov public.information@oag.state.tx.us	Email
TN Dept of Commerce and Insurance	Office of The Tennessee Attorney General	Attn: Bankruptcy Division P.O. Box 20207 Nashville TN 37202-0207		First Class Mail
U.S. Trustee for the District of New Jersey	Office of the United States Trustee	Attn: Lauren Bielskie, Esq., Jeffrey M. Sponder, Esq One Newark Center 1085 Raymond Boulevard, Suite 2100 Newark NJ 07102	Lauren.Bielskie@usdoj.gov jeffrey.m.sponder@usdoj.gov USTPRegion03.NE.ECF@usdoj.gov	Email
State Attorney General	Pennsylvania Office of The Attorney General	Attn: Bankruptcy Department Strawberry Square 16th Floor Harrisburg PA 17120		First Class Mail
Counsel to Bryant F. Foulger	Reed Smith LLP	Attn: Kurt F. Gwynne, Jason D. Angelo 1201 North Market Street Suite 1500 Wilmington DE 19801	kgwynne@reedsmith.com jangelo@reedsmith.com	Email
Securities and Exchange Commission - Regional Office	Securities & Exchange Commission - NY Office	Attn: Bankruptcy Dept Brookfield Place 200 Vesey Street, Ste 400 New York NY 10281-1022	bankruptcynoticeschr@sec.gov nyrobankruptcy@sec.gov	Email
Securities and Exchange Commission - Regional Office	Securities & Exchange Commission - Philadelphia Office	Attn: Bankruptcy Dept One Penn Center 1617 JFK Blvd, Ste 520 Philadelphia PA 19103	secbankruptcy@sec.gov	Email
Securities and Exchange Commission - Headquarters	Securities and Exchange Commission	Secretary of the Treasury 100 F. Street NE Washington DC 20549	secbankruptcy@sec.gov	Email
Counsel to Scratch Services LLC	Severson & Werson, A Professional Corporation	Attn: Eleanor M. Roman, Donald H. Cram 595 Market Street Suite 2600 San Francisco CA 94105	emr@severson.com dhc@severson.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
State Attorney General	State of Alabama Attorney General	Attn: Bankruptcy Department P.O. Box 300152 Montgomery AL 36130-0152		First Class Mail
State Attorney General	State of Alaska Attorney General	Attn: Bankruptcy Department P.O. Box 110300 Juneau AK 99811-0300	attorney.general@alaska.gov	Email
State Attorney General	State of Arizona Attorney General	Attn: Bankruptcy Department 2005 N Central Ave Phoenix AZ 85004-2926	aginfo@azag.gov	Email
State Attorney General	State of Arkansas Attorney General	Attn: Bankruptcy Department 323 Center St. Suite 200 Little Rock AR 72201-2610		First Class Mail
State Attorney General	State of California Attorney General	Attn: Bankruptcy Department P.O. Box 944255 Sacramento CA 94244-2550	bankruptcy@coag.gov	Email
State Attorney General	State of Colorado Attorney General	Attn: Bankruptcy Department Ralph L. Carr Colorado Judicial Center 1300 Broadway, 10th Floor Denver CO 80203		First Class Mail
State Attorney General	State of Connecticut Attorney General	Attn: Bankruptcy Department 165 Capitol Avenue Hartford CT 06106	attorney.general@ct.gov denise.mondell@ct.gov	Email
State Attorney General	State of Delaware Attorney General	Attn: Bankruptcy Department Carvel State Office Bldg. 820 N. French St. Wilmington DE 19801	attorney.general@state.de.us	Email
State Attorney General	State of Florida Attorney General	Attn: Bankruptcy Department The Capitol, PI 01 Tallahassee FL 32399-1050		First Class Mail
State Attorney General	State of Georgia Attorney General	Attn: Bankruptcy Department 40 Capital Square, SW Atlanta GA 30334-1300		First Class Mail
State Attorney General	State of Hawaii Attorney General	Attn: Bankruptcy Department 425 Queen St. Honolulu HI 96813	hawaiiag@hawaii.gov	Email
State Attorney General	State of Idaho Attorney General	Attn: Bankruptcy Department 700 W. Jefferson Street P.O. Box 83720 Boise ID 83720-1000		First Class Mail
State Attorney General	State of Illinois Attorney General	Attn: Bankruptcy Department 100 West Randolph Street Chicago IL 60601	webmaster@atg.state.il.us	Email
State Attorney General	State of Iowa Attorney General	Attn: Bankruptcy Department 1305 E. Walnut Street Des Moines IA 50319	webteam@ag.iowa.gov	Email
State Attorney General	State of Kansas Attorney General	Attn: Bankruptcy Department 120 SW 10th Ave., 2nd Floor Topeka KS 66612-1597		First Class Mail

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
State Attorney General	State of Kentucky Attorney General	Attn: Bankruptcy Department 700 Capitol Avenue, Suite 118 Frankfort KY 40601		First Class Mail
State Attorney General	State of Louisiana Attorney General	Attn: Bankruptcy Department P.O. Box 94095 Baton Rouge LA 70804-4095	consumerinfo@ag.state.la.us	Email
State Attorney General	State of Maine Attorney General	Attn: Bankruptcy Department 6 State House Station Augusta ME 04333		First Class Mail
State Attorney General	State of Maryland Attorney General	Attn: Bankruptcy Department 200 St. Paul Place Baltimore MD 21202-2202	oag@oag.state.md.us	Email
State Attorney General	State of Massachusetts Attorney General	Attn: Bankruptcy Department One Ashburton Place Boston MA 02108-1698	ago@state.ma.us	Email
State Attorney General	State of Michigan Attorney General	Attn: Bankruptcy Department G. Mennen Williams Building, 7th Floor 525 W. Ottawa St., P.O. Box 30212 Lansing MI 48909-0212	miag@michigan.gov	Email
State Attorney General	State of Minnesota Attorney General	Attn: Bankruptcy Department 1400 Bremer Tower 445 Minnesota Street St. Paul MN 55101-2131		First Class Mail
State Attorney General	State of Mississippi Attorney General	Attn: Bankruptcy Department Walter Sillers Building 550 High Street, Suite 1200 P.O. Box 220 Jackson MS 39201		First Class Mail
State Attorney General	State of Missouri Attorney General	Attn: Bankruptcy Department Supreme Court Building 207 W. High St. Jefferson City MO 65102	attorney.general@ago.mo.gov	Email
State Attorney General	State of Montana Attorney General	Attn: Bankruptcy Department 215 N Sanders, Third Floor P.O. Box 201401 Helena MT 59620-1401	contactdoj@mt.gov	Email
State Attorney General	State of Nebraska Attorney General	Attn: Bankruptcy Department 2115 State Capitol 2nd Fl, Rm 2115 Lincoln NE 68509-8920	ago.info.help@nebraska.gov	Email
State Attorney General	State of Nevada Attorney General	Attn: Bankruptcy Department 100 North Carson Street Carson City NV 89701	aginfo@ag.nv.gov	Email
State Attorney General	State of New Hampshire Attorney General	Attn: Bankruptcy Department 33 Capitol St. Concord NH 03301	attorneygeneral@doj.nh.gov	Email
State Attorney General	State of New Jersey Attorney General	Attn: Bankruptcy Department Rj Hughes Justice Complex 25 Market Street P.O. Box 080 Trenton NJ 08625-0080	askconsumeraffairs@lps.state.nj.us	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
State Attorney General	State of New Mexico Attorney General	Attn: Bankruptcy Department P.O. Drawer 1508 Santa Fe NM 87504-1508		First Class Mail
State Attorney General	State of New York Attorney General	Attn: Bankruptcy Department The Capitol Albany NY 12224-0341		First Class Mail
State Attorney General	State of North Carolina Attorney General	Attn: Bankruptcy Department 9001 Mail Service Center Raleigh NC 27699-9001		First Class Mail
State Attorney General	State of North Dakota Attorney General	Attn: Bankruptcy Department State Capitol 600 E Boulevard Ave Dept 125 Bismarck ND 58505-0040	ndag@nd.gov	Email
State Attorney General	State of Ohio Attorney General	Attn: Bankruptcy Department 30 E. Broad St., 14th Floor Columbus OH 43215		First Class Mail
State Attorney General	State of Oklahoma Attorney General	Attn: Bankruptcy Department 313 NE 21st Street Oklahoma City OK 73105		First Class Mail
State Attorney General	State of Oregon Attorney General	Attn: Bankruptcy Department 1162 Court Street NE Salem OR 97301	consumer.hotline@doj.state.or.us david.hart@doj.state.or.us	Email
State Attorney General	State of Rhode Island Attorney General	Attn: Bankruptcy Department 150 South Main Street Providence RI 02903		First Class Mail
State Attorney General	State of South Carolina Attorney General	Attn: Bankruptcy Department P.O. Box 11549 Columbia SC 29211-1549		First Class Mail
State Attorney General	State of South Dakota Attorney General	Attn: Bankruptcy Department 1302 East Highway 14 Suite 1 Pierre SD 57501-8501	consumerhelp@state.sd.us	Email
State Attorney General	State of Utah Attorney General	Attn: Bankruptcy Department P.O. Box 142320 Salt Lake City UT 84114-2320	uag@utah.gov	Email
State Attorney General	State of Vermont Attorney General	Attn: Bankruptcy Department 109 State St. Montpelier VT 05609-1001	ago.bankruptcies@vermont.gov	Email
State Attorney General	State of Virginia Attorney General	Attn: Bankruptcy Department 900 East Main Street Richmond VA 23219		First Class Mail
State Attorney General	State of Washington Attorney General	Attn: Bankruptcy Department 1125 Washington St. SE P.O. Box 40100 Olympia WA 98504-0100		First Class Mail
State Attorney General	State of West Virginia Attorney General	Attn: Bankruptcy Department State Capitol Bldg 1 Room E 26 Charleston WV 25305	consumer@wvago.gov	Email



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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
State Attorney General	State of Wisconsin Attorney General	Attn: Bankruptcy Department Wisconsin Department Of Justice State Capitol, Room 114 East P.O. Box 7857 Madison WI 53707-7857		First Class Mail
State Attorney General	State of Wyoming Attorney General	Attn: Bankruptcy Department 123 Capitol Building 200 W. 24th Street Cheyenne WY 82002		First Class Mail
Counsel to Bruce Gilling and Martin Mikolajczyk	Straffi & Straffi, LLC	Attn: Daniel E. Straffi 670 Commons Way Toms River NJ 08755	bkclient@straffilaw.com	Email
Counsel to FTX Trading Ltd.	Sullivan & Cromwell LLP	Attn: Andrew G. Dietderich, James L. Bromley, Brian D. Glueckstein, Matthew J. Porpora 125 Broad Street New York NY 10004	dietdericha@sullcrom.com bromleyj@sullcrom.com gluecksteinb@sullcrom.com porporam@sullcrom.com	Email
Counsel to the Ad Hoc Committee of Wallet Account Holders	Troutman Pepper Hamilton Sanders LLP	Attn: Deborah Kovsky-Apap 875 Third Avenue New York NY 10022	deborah.kovsky@troutman.com	Email
Counsel to United States of America	U.S. Department of Justice – Civil Division Commercial Litigation Branch	Attn: Ruth A. Harvey, Margaret M. Newell, Seth B. Shapiro Ben Franklin Station P.O. Box 875 Washington DC 20044-0875	seth.shapiro@usdoj.gov	Email
Counsel to United States of America	U.S. Department of Justice Civil Division	Attn: Seth B. Shapiro 1100 L Street, NW 7th Floor - Room 7114 Washington DC 20005	seth.shapiro@usdoj.gov	Email
State Attorney General	United States of America Attorney General	Attn: Bankruptcy Department Us Dept Of Justice 950 Pennsylvania Ave NW Washington DC 20530-0001		First Class Mail
Counsel to Cipher Mining Inc. and Cipher Mining Technologies Inc.	Venable LLP	Attn: Andrew J. Currie 600 Massachusetts Avenue NW Washington DC 20001	AJCurrie@Venable.com	Email
Counsel to Cipher Mining Inc. and Cipher Mining Technologies Inc.	Venable LLP	Attn: Michael A. Guerra, Jeffrey S. Sabin and Carol A. Weiner 1270 Avenue of the Americas 24th Floor New York NY 10020	MAGuerra@Venable.com JSsabin@venable.com CWeinerlevy@venable.com	Email
State Attorney General	Washington DC Attorney General	Attn: Bankruptcy Department 441 4th Street, NW Washington DC 20001	oag@dc.gov	Email

**Exhibit B**

**COLE SCHOTZ P.C.**

Michael D. Sirota, Esq. (NJ Bar No. 014321986)  
Warren A. Usatine, Esq. (NJ Bar No. 025881995)  
Court Plaza North, 25 Main Street  
Hackensack, New Jersey 07601  
(201) 489-3000  
msirota@coleschotz.com  
wusatine@coleschotz.com

**KIRKLAND & ELLIS LLP**

**KIRKLAND & ELLIS INTERNATIONAL LLP**

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)  
Christine A. Okike, P.C. (admitted *pro hac vice*)  
601 Lexington Avenue  
New York, New York 10022  
(212) 446-4800  
jsussberg@kirkland.com  
christine.okike@kirkland.com

*Proposed Attorneys for Debtors and  
Debtors in Possession*

**HAYNES AND BOONE, LLP**

Richard S. Kanowitz, Esq. (NJ Bar No. 047911992)  
Kenric D. Kattner, Esq. (admitted *pro hac vice*)  
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New York, New York 10112  
(212) 659-7300  
richard.kanowitz@haynesboone.com  
kenric.kattner@haynesboone.com

*Attorneys for Debtors and  
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re:

BLOCKFI INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 22-19361 (MBK)

(Jointly Administered)

**NOTICE OF BIDDING PROCEDURES,  
POTENTIAL AUCTION, AND SALE HEARING**

**PLEASE TAKE NOTICE** that the above-captioned debtors and debtors in possession (collectively, the “Debtors”)<sup>2</sup> each filed a voluntary petition for relief under title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), in the United States Bankruptcy Court for the District of New Jersey (the “Bankruptcy Court”) on November 28, 2022 (the “Petition Date”).

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965); and BlockFi Lending II LLC (0154). The location of the Debtors’ service address is 201 Montgomery Street, Suite 263, Jersey City, NJ 07302.

<sup>2</sup> Capitalized terms used in this notice and not immediately defined have the meanings given to such terms in the Bidding Procedures (as defined herein).

**PLEASE TAKE FURTHER NOTICE** that on January 9, 2023, the Debtors filed a motion [Docket No. 226] (the “Motion”) seeking, among other things, the entry of an order approving (a) bidding procedures (the “Bidding Procedures”) in connection with the proposed auction (the “Auction”) and sale (the “Sale”) of certain of the Debtors’ Assets to one or more Successful Bidders, (b) the selection of a Stalking Horse Bidder and the payment of Bid Protections, in certain instances as set forth in the Bidding Procedures, and (c) scheduling dates and deadlines in connection with approval of the Sale (the “Sale Schedule”) and the Debtors’ Plan process (the “Confirmation Schedule”).

**PLEASE TAKE FURTHER NOTICE** that on January 30, 2023, the Bankruptcy Court entered an order [Docket No. 441] (the “Bidding Procedures Order”) granting certain of the relief sought in the Motion, including, among other things, approving the Bidding Procedures, the Sale Schedule, and the Confirmation Schedule.

**Contact Persons for Parties Interested in Submitting a Bid**

The Bidding Procedures set forth in detail the requirements for submitting Qualified Bids, and any person interested in making an offer to purchase the Debtors’ equity and/or Assets **must** comply strictly with the Bidding Procedures. **Only Qualified Bids that are submitted in accordance with the Bidding Procedures will be considered by the Debtors.** Any persons interested in making an offer to purchase the Debtors’ equity and/or Assets should contact:

Investment Banker to the Debtors	Counsel to the Debtors
Moelis & Company LLC 399 Park Avenue, 4th Floor New York, New York 10022 Attn: Jared Dermont (jared.dermont@moelis.com) Mike DiYanni (michael.diyanni@moelis.com) Barak Klein (barak.klein@moelis.com) Brian Tichenor (brian.tichenor@moelis.com)	Kirkland & Ellis LLP 601 Lexington Avenue New York, New York 10022 Attn: Joshua A. Sussberg, P.C. (jsussberg@kirkland.com) Christine A. Okike, P.C. (christine.okike@kirkland.com) Francis Petrie (francis.petrie@kirkland.com)
Counsel to the Committee	
Brown Rudnick LLP 7 Times Square New York, New York 10036 Attn.: Robert J. Stark (rstark@brownrudnick.com) Bennett S. Silverberg (bsilverberg@brownrudnick.com) Kenneth J. Aulet (kaulet@brownrudnick.com) Stephen D. Palley (spalley@brownrudnick.com)	

**Obtaining Information**

Copies of the Bidding Procedures Order, the Bidding Procedures, and any other related documents are available upon request to Kroll Restructuring Administration LLC, by calling (888) 773-0375 (Toll-Free) or (646) 440-4371 (International) or by visiting <https://restructuring.ra.kroll.com/blockfi>.

**The Sale Schedule and Confirmation Schedule**

1. The deadline to submit a Qualified Bid (the “Bid Deadline”) is **February 20, 2023, at 12:00 p.m., prevailing Eastern Time.**
2. The Auction for the Debtors’ equity and/or Assets, if one is necessary, will commence on **February 28, 2023, at 10:00 a.m., prevailing Eastern Time,** at the offices of Moelis & Company LLC, 399 Park Avenue, 4th Floor, New York, New York 10022, or at such later time or other place as the Debtors will timely notify Qualified Bidders and the Stalking Horse Bidder, if any, the Committee, and the U.S. Trustee.
3. The deadline to file an objection with the Bankruptcy Court to the Sale is **March 16, 2023, at 4:00 p.m., prevailing Eastern Time** (the “Sale Objection Deadline”).
4. A hearing to consider a Sale pursuant to section 363 of the Bankruptcy Code will be held before the Honorable Michael B. Kaplan of the Bankruptcy Court on **March 23, 2023, at 10:00 a.m., prevailing Eastern Time,** or such other date as determined by the Bankruptcy Court.
5. The Debtors will seek to file a Disclosure Statement on or by **April 3, 2023.**
6. The Debtors will seek to establish **May 1, 2023, at 4:00 p.m., prevailing Eastern Time** as the deadline to file an objection with the Bankruptcy Court to the Disclosure Statement (the “Disclosure Statement Objection Deadline”). The notice of a hearing seeking approval of the Disclosure Statement will include the Disclosure Statement Objection Deadline.
7. The Debtors will seek to schedule a hearing to consider the adequacy of the Disclosure Statement, solicitation materials, and scheduling of dates related to confirmation of a Plan before the Honorable Michael B. Kaplan of the Bankruptcy Court on **May 8, 2023, at 10:00 a.m., prevailing Eastern Time,** or such other date as determined by the Bankruptcy Court. The order approving the Disclosure Statement will include the objection and voting deadlines with respect to confirmation of the Plan.
8. The Debtors will seek to establish **June 12, 2023, at 4:00 p.m., prevailing Eastern Time** as the deadline to vote to accept or reject the Plan (the “Voting Deadline”) and file an objection with the Bankruptcy Court to confirmation of the Plan (the “Plan Objection Deadline”). The order approving the Disclosure Statement will include the Voting Deadline and the Plan Objection Deadline.
9. The Debtors will seek to schedule a hearing to consider confirmation of the Plan before the Honorable Michael B. Kaplan of the Bankruptcy Court on **June 19, 2023, at 10:00 a.m., prevailing Eastern Time,** or such other date as determined by the Bankruptcy Court.

**Filing Objections to the Sale, the Disclosure Statement, or the Plan**

Any objection to the Sale must (a) be in writing, (b) state with specificity the nature of such objection, (c) comply with the applicable provisions of the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the District of New Jersey, and any case management order entered by the Bankruptcy Court, and (d) be filed with the Clerk of the Bankruptcy Court by attorneys who regularly practice before the Bankruptcy Court in accordance with the General Order Regarding Electronic Means for Filing, Signing, and Verification of Documents dated March 27, 2002 (the “General Order”) and the Commentary Supplementing Administrative Procedures dated as of March 2004 (the “Supplemental Commentary”) (the General Order, the Supplemental Commentary and the User’s Manual for the Electronic Case Filing System can be found at [www.njb.uscourts.gov](http://www.njb.uscourts.gov), the official website for the Bankruptcy Court) and, by all other parties-in-interest, on CD-ROM in Portable Document Format (PDF), and served upon, so as to be **actually received** on or prior to the Sale Objection Deadline, Disclosure Statement Objection Deadline, or Plan Objection Deadline, as applicable, by the following parties (i) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Joshua A. Sussberg, P.C. ([jsussberg@kirkland.com](mailto:jsussberg@kirkland.com)), Christine A. Okike, P.C. ([christine.okike@kirkland.com](mailto:christine.okike@kirkland.com)), and Francis Petrie ([francis.petrie@kirkland.com](mailto:francis.petrie@kirkland.com)); (ii) proposed co-counsel to the Debtors, Haynes and Boone LLP, 30 Rockefeller Plaza, 26th Floor, New York, New York 10112, Attn.: Richard S. Kanowitz ([richard.kanowitz@haynesboone.com](mailto:richard.kanowitz@haynesboone.com)); (iii) counsel to the Committee, Brown Rudnick LLP, 7 Times Square, New York, New York 10036, Attn: Robert J. Stark ([rstark@brownrudnick.com](mailto:rstark@brownrudnick.com)), Bennett S. Silverberg ([bsilverberg@brownrudnick.com](mailto:bsilverberg@brownrudnick.com)), Kenneth J. Aulet ([kaulet@brownrudnick.com](mailto:kaulet@brownrudnick.com)), and Stephen D. Palley ([spalley@brownrudnick.com](mailto:spalley@brownrudnick.com)); and (iv) the Office of the United States Trustee for Region 3, District of New Jersey, 1085 Raymond Boulevard, Suite 2100, Newark, NJ 07102, Attn: Lauren Bielskie and Jeffrey M. Sponder.

**Consequences of Failing to Timely File an Objection**

**Any party or entity who fails to timely file an objection to the Sale, Disclosure Statement, or Plan on or before the Sale Objection Deadline, Disclosure Statement Objection Deadline or Plan Objection Deadline, as applicable, in accordance with the Bidding Procedures, shall be forever barred from asserting any objection to the Sale, Disclosure Statement, or Plan.<sup>3</sup>**

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<sup>3</sup> For the avoidance of doubt, nothing in this Notice shall be deemed to limit any approval or objection rights of the Bermuda Monetary Authority to the extent the Sale implicates any Assets of BlockFi International Ltd, which such Sale may also be subject to approval by the Bermuda Supreme Court.